UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.20549



FORM D
NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

	APPROVAL
OMB Number:	3235-0076
Expires:	May 31,2005
Estimated aver	age burden
hours per respo	onse16.00

ONLY
Serial
1 .
EIVED

Name of Offering (Check if this is an amendment and name has changed, and indicate change.) D&A Real Estate Stock Fund III, LP	
Filing under(Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	ULOE
Type of Filing: New Filing X Amendment	
A.BASIC IDENTIFICATION DATA	OCESSED.
1.Enter the information requested about the issuer	D 4.0
Name of Issuer(X Check if this is an amendment and name has changed, and indicate change.)	R 1 0 2005
D&A Real EstateStock Fund III, L.P.	HOME
Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Incluence)	My Aven (Code)
10251 Vista Sorrento Parkway Suite 200 San Diego CA 92121 619-308-9700	- •••
Address of Principal Business Operations (If different from Executive Offices) Telephone Number(Including Control of Con	ing Area Code)
(Number and Street,City,State,Zip Code)	•
Brief Description of Business: CA LP formed to invest in companies within the real estate arena seeking capital apprec	ciation
Type of Business Organization	
corporation X limited partnership, already formed other (please specify):	
	OF WA
business trust limited partnership, to be formed	ide >>>
MONTH YEAR	
Actual or Estimated Date of Incorporation or Organization: 0 1 9 7 X Actual Estimated	
Jurisdiction of Incorporate of Organization: (Enter two-letter U.S. Postal Service abbreviation for state:	CA
CN for Canada; FN for other foreign jurisdiction)	
GENERAL INSTRUCTIONS	
FEDERAL: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.	.C 77 d(6).
When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was registered or certified mail to that address.	
Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washigton, D.C. 20549.	
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any Copies not manully signed must be p signed copy or bear typed or printed signatures.	hotocopies of the manually
Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes the requested in Part C, and any material changes from the information previously supplied. In Part S and B. Part E and Appendix need not be filed with the SE	
Filing Fee: There is no federal filing fee.	•
State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULO form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a State a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accappendix to the notice constitutes a part of this notice and must be completed.	requires the payment of a fee
ATTENTION	
Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.	e to file

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

Page 1 of 15

2003 © Blue Sky MLS, Inc. (Portions of Software)

SEC 1073 /6/03

SEC 1972 (6/02)

- 2. Enter the information requested for the following:i. Each promoter of the issuer, if the issuer has been organized within the past five years;
 - ii. Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - iii. Each executive officer and director of corporate issuers and of corporate general managing partners of partnership issuers; and
 - iv. Each general and managing partner of partnership issuers.

		*	•		
Check Box(es) that apply:	Promoter	Beneficial Owner	Executive Officer Director	×	General and /or Managing Partner
Full Name(Last name first, if	Individual)				
Dunham & Associates Securit	ies, Inc		·		
Business or Residence Addre	ess	(Number and St	reet, City,State ,Zip Code)		
10251 Vista Sorrento Parkway,	Suite 200 San I	Diego CA 92121			
Check Box(es) that apply:	Promoter	Beneficial Owner	X Executive Officer Director		General and /or Managing Partner
Full Name(Last name first, if	Individual)			-	
Dunham Jeffrey A					• *
Business or Residence Addre	ess	(Number and St	reet, City,State ,Zip Code)		
10251 Vista Sorrento Parkway	Suite 200 San I	Diego CA 92121			
		·			
Check Box(es) that apply:	Promoter	Beneficial Owner	★ Executive Officer ☐ Director		General and /or Managing Partner
Full Name(Last name first, if	Individual)				
Iverson Denise					
Business or Residence Addr	ess	(Number and St	treet, City,State ,Zip Code)		
10251 Vista Sorrento Parkway	Suite 200 San I	Diego CA 92121			•

	ج_							(2)	गश्चर(a)हर <i>्</i>	,¥±\ani	017	4=(3)3 %	(e)(===================================	113(c						
•		,								•	•						. 1	Yes .	No	
1. Has	the i												n this offer	ing?	•••••				$ \wedge $	
		A	nswe	er also	in A	ppend	dix, C	Colum	n 2, if filir	ig und	der L	ILOE.			-					
2. Wh	at is ti	he min	imum	invest	ment	that w	ill be	accept	ed from a	ny ind	ividua	al?				\$		250,000	.00	
3 Dos	ac tha	offerin	a ner	mit ioir	at own	erchin	of a	sinala	unit2							`	`	Yes	No	
4. Entercomm If a perstate of	er the ission rson to or stat	inform or sin to be li es, list	nation nilar re sted is the n	reque: emune: s an as iame o	sted for ration ssocial f the l	or each for so ited pe proker	h pers licitat erson or de	son which of a control of the contro	o has bee ourchases nt of a bro	n or w in cor ker or n five (vill be nnect deal (5) pe	paid or g ion with s er register ersons to l	iven, direc ales of sec red with th be listed a	tly or indirection in the SEC and reassocial	ectly, any the offering the offering	ì				
 .			<u> </u>	· 								· 	· · · · · · · · · · · · · · · · · · ·	————————————————————————————————————			•	·		
			_										·							
Full Na	ime (l	ast na	me fi	rst, if ir	ndivid	ual)	Emp	ire Fi	nancial (Grou	p, In	c.								
Busine	ss or	Reside	ence						City, State											, -
Nama	of An		d Dro				te R	d. La	ngwood,	FL 32	2750		· - · · · · · · · · · · · · · · · · · ·		- · · ·				·	
Name	OI ASS	sociale	910	ker or	Deale	;r]	Emp	ire Fi	nancial (Grou	p, In	ıc.								
States	in Wh	nich Pe	rson	Listed	has S	olicite	d or i	ntends	to Solicit	Purch	asers	;								
(Check	c"All S	States	or ch	eck ind	lividua	al State	es)	••••••		••••••	••••	• • • • • • • • • • • • • • • • • • • •					X	All States	S	
[AL]		[AK]		[AZ]		[AR]		[CA]	[co]		[CT]	[] [DE]		FL)	[GA]	∏ [H	11)	[[[]]		
[IL]		[IN]		[IA]		[KS]		[KY]	[LA]		[ME]	[MD]	[MA]	[MI]	[MN]	[M	is)	[MO]		
[MT]		[NE]		[NV]		[NH]		[NJ]			[YN]	[NC]		[OH]	☐ (ok		R]	[PA]		
[RI]		[SC]		[SD]		[TN]		[ТХ]	[Ln]		[/T]	[VA]	□[wa	□iw	[wi]	□í√	Y	[PR]		
Full Na	me (l	ast na	ıme fi	rst, if i	ndivid	ual)	н-в	eck, I	nc.				· · · · · · · · · · · · · · · · · · ·							
Busine	ss or	Resid	ence ,		-				City, State									•		
Name	of Ass	cociate	d Bro	1114 ker or			le Pi	ke Ro	ckville,N	MD 2	0852	<u> </u>					·			
								eck, I												
									to Solicit				•••••					All States	5	
•																				
[AL]	X	[AK]	X	[AZ]	X	[AR]	X	[CA]	X [col	X	[CT]	N [DE]		⊠ FL]	ズ [GA]	∑ [⊦	11]		\boxtimes	
[IL]	X	[IN]	X	[IA]	X	[KS]	区	[KY]	X [LA]	X	[ME]	X [MD]	区[MA]	[MI]	[MN]	M] [V	4S]	∑ [MO]	X	
[MT]	X	[NE]	X	[NV]	X	[NH]	X	[NJ]	X [MM]	区	[YN]	X [NC]	[ND]	∑ [OH]	X (OK	XI(RJ	[PA]	X	
(RI)	X	[SC]	X	[SD]	X	[TN]	X	[ТΧ]	▼ [UT]	X	[/T]	[VA]	X [WA	⊠iw	₹ [Mi]	ΧŅ	۷Y	[PR]		

Full Na	me (l	aet na	ma fi	not if in	divid.	ual) /	0848	II D.	okerage,	T			·		·			
																		
Busine	ss or	Reside	ence /		•				City, State		•		T 94005					
Name (of Ass	ociate	d Bro) r			y, Suite			e City, U	1 04073					
									kerage,			_ 				-		
									to Solicit	*							1 4 11 04-4-	
(Cneck	"All S	states	or ch	eck ind	IVIQUE	ai Stati	es)	••••••		••••••		***************************************				L_	All States	
[AL]		[AK]	X	[AZ]	X	[AR]	X	[CA]	X (co)	X	[CT]	[DE]	X (DC)	X FL)	[GA]	X [HI]	X (ID)	
[IL]	<u> </u>	[IN]	1	[IA]	X	[KS]	\mathbf{x}	[KY]	X [LA]	X	[ME]	[MD]	X [MA]	[MI]	[MN]	[X] [MS]	[MO] [X]	
[MT]		[NE]	X	[NV]	X	(NH)	_			_			[ND]	·				
[RI]	X		X	[SD]	X	[TN]						_	₩A.			_		
	IXI	[00]	IAI	[00]			<u> </u>			Ш	ię ()		<u> </u>	IXI:	M (***)	IVI;		
Full Na	me (L	ast na	me fi	rst, if ir	ndivid	ual)	G.A.	Repp	le & Cor	npai	ny	-						
Busine	ss or	Reside	ence /	Addres	s (Nu	ımber i	and S	treet, (City, State	, Zip	Code	 _						
				101	Norr	nand	y Rd	., Suit	e 101 Ca	issel	berry	,FL 327	07					
Name	of Ass	ociate	d Bro	ker or	Deale	er	G.A.	Repp	le & Co	mpa	ny							
States	in Wh	ich Pe	rson	Listed	has S				to Solicit			3				*		
(Check	"All S	States	or ch	eck ind	ividu	al State	es)			•••••	•••••		, •••••••				All States	, 4
[AL]	X	[AK]	X	[AZ]	X	[AR]	X	[CA]	X [co]	X	[CT]	[DE]	X [DC]	X FL]	[GA]	[HI]		
[1L]	X	[IN]	X	[IA]	\square	[KS]	図	[KY]	[X][LA]	X	[ME]	[MD]	[MA]	X [MI]	X [MN]	[X] [MS]	X [MO] X	
[MT]	\boxtimes	[NE]	冈	[NV]	X	[NH]							[ND]		XIOK	[X][OR]		
[RI]	X	[SC]		[SD]	$\overline{\mathbb{X}}$	[TN]				_			⊠ [WA			_		
	لکا		<u> </u>		671		101		<u> </u>	<u> </u>		<u> </u>	الما:	<u> </u>	Δ,,,,	, K7;		
Full Na	me (l	ast na	me fi	rst, if ir	ndivid	ual)	Spel	man d	& Co., In	c. ,		,,,-						
Busine	ss or	Reside	ence .	Addres	s (Nu	mber :	and S	treet,	City, State	, Zip	Code)						
							entra	ıl Ave	nue Pho	enix	AZ	35004						
Name	of Ass	sociate	ed Bro	ker or	Deale	er —	Spel	man d	& Co., In	c.			<u> </u>			÷		
States	in W	nich Pe	erson	Listed	has S	Solicite	d or l	ntends	to Solicit	Purc	hasen	5						
(Check	: "All \$	States	or ch	eck inc	lividu	al Stat	es)	••••••	***************************************			•••••			`	X	All States	
[AL]		[AK]		[AZ]		[AR]		[CA]	[[CO]		[CT]	[DE]		FL)	[GA]	[HI]	[10]	
[1L]		[iN]		[IA]		[KS]		[KY]			[ME]		[MA]	[MI]	[MN]	[MS]	[MO]	
[MT]		[NE]		[NV]		[NH]		[NJ]	[NM]	_			[DN]		□ lok		☐ [PA] ☐	
(RI)] [[SC]		[SD]][[TN]		[ТХ]					[WA					
		(00)	<u> </u>		<u> </u>	[]	<u></u>		П.с.1	<u> </u>		الانتا <u>ب</u>	П;,,,,	٠٠٠٠ <u>٠</u>				

Full Na	me (L	ast na	me fi	rst, if ir	ndivid	ual)	Fina	ncial	West Gr	oup	,								
Busine	ss or	Reside	nce /			`			City, State										
							te R	d. We	stlake V	illag	,CA	91361							
Name o	of Ass	ociate	d Bro	ker or	Deale	∍ r	Fina	ncial	West Gr	oup									
States	in Wh	ich Pe	rson	Listed	has S	Solicite	d or l	ntends	to Solicit	Purch	nasers								
(Check	"All S	States	or che	eck ind	ividu	al State	es)	•••••	•••••	•••••			***********				All State	S	
[AL]	X	[AK]	X	[AZ]	X	[AR]	X	[CA]	∑ [co]	X	[CT]	[DE]	∑ [DC]	以 FL]	[GA]	[HI]	[ID]	X	
[IL]	X	[IN]	X	[IA]	X	[KS]	X	[KY]	X [LA]	X	[ME]		X [MA]	[MI]	X [MN]	X [ws]	[MO]	X	
[MT]	X	[NE]	冈	[NV]	X	[NH]	X	[NJ]	[MM]	X	[NY]	X [NC]	X [ND]	[HO]	X [OK	[OR]	X [PA]	X	
[RI]		[SC]	\boxtimes	[SD]	X	[TN]	区	[ТХ]	_			_	⊠[wa	_	_	⊠ím.	[PR]		
	(1																		
			`			,			tauk Sec				·						
Busine	ss or	Reside	nce A						City, State										
Name o	of Acc	ociato	d Bro				Sprii	igs Ro	l. Red B	ank.	NJ 0	7701							
								-	tauk Sec									·	
States	in Wh	ich Pe	rson	Listed	has S	Solicite	d or I	ntends	to Solicit	Purch	nasers	;							
(Check	"All S	States	or che	eck ind	lividu	al State	es)	•••••			•••••						All State	S	
[AL]	X	[AK]	X	[AZ]	X	[AR]	X	[CA]	[CO]	X	[CT]	[DE]	∑ [DC]	X FL]	[GA]	[HI]	X [ID]	X	
[IL]	X	[IN]	X	[IA]	X	[KS]	X	[KY]	X [LA]	X	[ME]	MD)	X [WA]	[MI]	[MN]	[MS]	MO]	X	
[MT]	X	[NE]	X	[VV]		[NH]	X	[NJ]	[MM]		[NY]		[ND]	[OH]	X (OK	[OR]	X [PA]	X	
[RI]	区	[SC]	X	[SD]	X	[TN]	X	[T:X]	X [UT]	X	[/T]	[VA]	⊠.[wa	Xim	[wi]	Xim	[PR]		
Full Na	me (L	ast na	me fi	rst, if ir	ndivid	ual)	Sigm	a Fin	ancial C	orpo	ratio	าก							
Busine	ss or	Reside	nce /	Addres	s (Nu	ımber	and S	treet, (City, State	, Zip	Code								
	٠			4261	Par	k Ro	ad A	nn Ai	bor,MI	4810)3 -								
·Name (of Ass	sociate	d Bro	ker or	Deale	er	Sign	na Fin	ancial C	orpo	oratio	n	4.						
States	in Wh	ich Pe	rson	Listed	has S	Solicite	d or i	ntends	to Solicit	Purc	haser	3			. ,				
(Check	"All S	States	or che	eck ind	lividu	al Stat	es)			•••••	• • • • • • • • • • • • • • • • • • • •	•				X	All State	S	
[AL]		[AK]		[AZ]		[AR]		[CA]	[co]		[CT]	[DE]		FL]	[GA]	[HI]	[OI]		
[IL]		[IN]		[IA]		[KS]		[KY]			[ME]		[MA]	[MI]	[MN]	[MS]	[MO]		
[MT]		[NE]		[NV]		[NH]		[NJ]	[NM]		[NY]			[HO]	□ (ok	[OR]	[PA]		
[RI]		[SC]		[SD]		[TN]		[ТХ]	[UI]		[VT]	[VA]	□ [WA	□iw		□íм∧	[PR]		

Full Ma	(1		F	A 16 1-	شار راس				111 6						· · · · · · · · · · · · · · · · · · ·			
	٠								urities C				·	-				` .
·Busine	ss or	Reside	nce /						City, State,	1								
Mana	-6.4		d D-0				ntra	l'Ave	nue Phoe	enix,AZ	85004				·			
Name o	or ASS	ociate	a Bro	keror	Deale	er (Senti	ra Sec	curities C	orpora	tion							
States	in Wh	ich Pe	rson	Listed	has S	olicite	d or l	ntends	to Solicit I	Purchase	ers							
(Check	"All S	States	or che	eck ind	ividu	ai State	es)	•••••	••••••	•••••	••••••		•		Σ	All States	3	
[AL]	\Box	[AK]	П	[AZ]	П	[AR]	П	[CA]		□ (C)			[]FL]	∏[GA]	[HI]	[10]	П	
[IL]		[IN]		[IA]		[KS]		[KY]		_	E) [MD]	_	_		☐ [MS]			, ,
[MT]		[NE]		[NV]		[NH]		[NJ]	ا ب	_	√] [NC] √] [NC]		_	∏ (ok		☐ (PA)		
									_	_					ш.			
[RI]	Ш	[SC]	Ш	[SD]	Ш	[TN] 	Ш	[TX]			∏ [VA]	Πίων	í _w ^	∐ [WI]	□íм⋆	[PR]	Ц_	
Full Na	me (L	ast na	me fi	rst, if ir	divid	uai)	IMS	Secu	rities, Inc	<u> </u>		·						
Busine	ss or	Reside	nce /	Addres	s (Nu	mber	and S	treet, (City, State,	, Zip Coo	ie)							
				1500	Cit	y Wes	t Bly	/d., S	aite 50 H	ouston	TX 77042	2		·	· · · · · · · · · · · · · · · · · · ·			,
Name (of Ass	ociate	d Bro	ker or	Deale	er	IMS	Secui	rities, Inc	2.								
States	in Wh	nich Pe	rson	Listed	has S	Solicite	d or l	ntends	to Solicit	Purchase	ers							
(Check	"All S	States	or chi	eck ind	ividu	al State	es)	••••••			••••••	••••••••				All States	3	
[AL]	X	[AK]	X	[AZ]	X	[AR]	X	[CA]	X [CO]	X (C	I) X (DE)	[DC]	⊠ FL]	X [GA]	[HI]	X [ID]	X	
[IL]	X	[IN]	X	[IA]	X	[KS]	X				E] [MD]	T				[MO]	∇	
[MT]		[NE]	冈	[NV]	X	[NH]	X				A) X [MC]				_		X	
		•					_		•	•		•		•		·	Б	
[RI]	لا	[SC] 	江	[SD]	X	[תת]	X	[TX]	Mich	<u> </u>	LI XI [VA]	X) ian		Minani	/ IXI (W)	[PR]		
Full Na	me (L	ast na	me fi	rst, if ir	ndivid	ual)	Med	allion	Investm	ent Ser	vices, Inc	•	_					
Busine	ss or	Reside	nce /	Addres	s (Nu	mber :	and S	treet,	City, State	, Zip Cox	ie)			-				
							ghwa	y Sev	erna Par	rk,MD	21146							
Name	of Ass	sociate	d Bro	ker or	Deale	er	Med	allion	Investm	ent Ser	vices, Inc	•						
States	in Wr	nich Pe	rson	Listed	has S	Solicite	d or I	ntends	to Solicit	Purchas	ers	-						·
(Check	"All S	States	ar ch	eck ind	lividu	al Stat	es)									All States	3	
[AL]	X	[AK]	X	[AZ]	X	[AR]	X	[CA]	X [co]	X (c.	ıl 🛛 (DE)	X [DC]	X FL]	[GA]	X [HI]		X	
[IL]	X	[IN]	X	[IA]	X	[KS]		[KY]	X [LA]	X [M	E] 🛛 [MD]	X [MA]	X [MI]	[MN]	X [MS]	[MO]	X	
[MT]		[NE]	\Box	[NV]	X	[NH]	X	[NJ]	X [NM]	X [N.	AJ [NC]	X [ND]	[OH]	X [OK	[OR]	X [PA]	X	
[RI]	X	[SC]	X	[SD]	\mathbf{X}													*
	<u>Д</u>	- '	الجن		بهت		101		<u> </u>		<u> </u>	ДД І;	ω;	ارجیا . ,		<u> </u>	<u> </u>	

Full Na	me (L	.ast na	me fii	rst, if in	divid	nal) [Mon	terey	Bay Secu	uriti	es, Ir	ıc.` 							
Busine	ss or	Reside	ence /								Code)							<u> </u>
							illag	e Apt	os,CA 95	003									
Name	of Ass	ociate	d Bro	ker or	Deale	r]	Mon	terey	Bay Seci	ıriti	es, Ir	ic.						1	
States	in Wh	ich Pe	erson	Listed	has S	olicite	d or l	ntends	to Solicit I	Purch	naser	\$							
(Check	"All S	States	or che	eck ind	lvidua	al State	35)	•••••		•••••	•••••		***************************************				All State	s	
[AL]		[AK]		[AZ]	П	[AR]	П	[CA]	[[CO]	П	[CT]	[DE]	∏ [DC]	[]FL]	∏[GA]	[HI]	[ات]	П	
[IL]		[IN]		[IA]					=	_		_		_	_	☐ [MS]			
[MT]										_			_	_	_	ш.			
•		•		•					_							ليا			
[RI]		[30]	<u> </u>	[30]	<u>⊔</u>	Trial	<u> </u>	(1/)		<u> </u>	[41]					<u>П</u> ;,,,			
Full Na	me (L	ast na	me fi	rst, if ir	divid	uai)	Mid-	Atlan	tic Secu	rities	s, Inc	:.							
Busine	ss or	Reside	ence /	Addres	s (Nu	mber a	and S	treet, (City, State	, Zip	Code)					<u></u>		
	-			308	Andı	eson	Dr.,	Suite	207 Ral	eigh.	NC:	27609							
Name	of Ass	sociate	d Bro	ker or	Deale	er]	Mid-	- Atlan	tic Secu	rities	s, Inc								
States	in Wh	ich Pe	rson	Listed	has S	olicite	d or l	ntends	to Solicit	Purch	naser	5							_
(Check	: "All S	States	or che	eck ind	ividua	al State	es)	•••••	•••••••	•••••		•••••					All State	s	
[AL]		[AK]		[AZ]	X	[AR]		[CA]	[CO]		[CT]	[DE]		X FL)	[GA]	(HI)	[ID]		
[IL]	X	[IN]	X	[IA]		[KS]	$\overline{\Box}$	[KY]	[LA]	П	[ME]	X [MD]	[MA]	[MI]	[MN]	[MS]	[MO]	$\overline{\Box}$	
[MT]	$\overline{\Box}$	[NE]	$\overline{\Box}$	[NV]	X	[NH]	$\overline{\Box}$	[NJ]	_			_		_ · ·	[X] [OK	[OR]	☐ [PA]	X	
[RI]	\Box	ISCI	Ŋ	(SD)	_		Ŋ						_				☐ (PR)		
	<u> </u>	· ·	М		<u> </u>		<u> </u>			<u> </u>		——————————————————————————————————————	(A) ;	<u> </u>	<u> </u>	<u>ы</u> ;	<u></u>	<u> </u>	
Full Na	me (L	ast na	me fi	rst, if ir	ndivid	uał) '	The	Seidle	r Compa	nies	Inc	orporate	d				· · · · · · · · · · · · · · · · · · ·	······································	_
Busine	ss or	Reside	ence /	Addres	s (Nu	mber a	and S	treet, (City, State	. Zip	Code)							
	, ,						uero	n St.,	Suite Lo	os A	ngele	s,CA 90	017			-			
Name	of Ass	ociate	ed Bro	oker or	Deale	er .	The	Seidle	r Comp	anie	s Inc	orporate	ed						
(Check	All S	States	or ch	eck ind	lividu	al State	es)	•••••••	*************	••••		•••••			•		All State	s	
[AL]																			
[IL]	•									•				-	_		- T		
[MT]	X	[NE]	X	[NV]	X	[NH]	X	[NJ]	[NM]	X	[NY]	X [NC]	[ND]	[OH]	X [OK	X [OR]	[PA]	X	
[RI]									•	•		,		•		-	_	•	

Full Na	me (L	ast na	me fir	st, if ir	divid	ual) (Cent	aurus	Financi	al. Ir	nc.			 .				
	• .											. ,.						
D 430		100,00																
Name	State Stat																	
States	1																	
(Check	Centaurus Financial, Inc.																	
[AL]		[AK]	Ø	[AZ]	図	[AR]	\boxtimes	[CA]	[CO]	X	[CT]	[DE]	[DC]	[] FL]	[GA]	[HI]		B
[IL]	\boxtimes	[IN]	Z	[IA]	\square	[KS]	Ø	[KY]		Z	[ME]	[MD]	[AM]	[MI]	[MN]	[MS]	[MO]	
[MT]	×	[NE]	冈	[NV]	冈	[NH]	×	[NJ]	[MM]K	Ø	[NY]	[NC]	[MD]	[OH]	⊠ [OK	[OR]	[PA]	M
[RI]			_				_											
Full Na	me (L	ast na	me fi	rst, if ir	ndivid	ual) (QA3	Fina	ncial Cor	p.								,
Busine	ss or	Reside	nce A	Addres	s (Nu	mber a	and S	treet, (City, State	Zip (Code)							
							Plaz	a, 4th	Fl. Oma	ha,N	VE 68	154						
Name	of Ass	ociate	d Bro	ker or	Deale	er (QA3	Fina	ncial Cor	p.								
States	in Wh	ich Pe	rson l	Listed	has S	olicite	d or l	ntends	to Solicit	Purch	nasers	;						
(Check	*All S	States	or che	eck ind	lividua	al State	es)			•••••	•••••						All States	
[AL]	\boxtimes	[AK]	×	[AZ]	Ø	[AR]	図	[CA]	⊠(co)	Ø	[CT]	[DE]	⊠ [DC]	⊠ FL]	 [GA]	[HI]	[OI]	X
(IL)	1																	
														,				
	1																	
							_							<u></u> ,				<u> </u>
Full Na	ime (L	ast na	me fi	rst, if i	ndivid	ual)	Ame	rican	Investor	s Co	mpa	ny				<u> </u>		
Busine	ss or	Reside	nce /		-				•									
Name	of Ass	ociate	d Bro		-		d., S	uite D	-169 Du	blin,	CA 9	4568						
																 .		
												-				; 	All States	;
[AL]	Ø	[AK]		[AZ]		[AR]	X	[CA]	[CO]	X	[CT]	⊠ [DE]	⊠ (DC)	∑ FL]	⊠ [GA]	[Hi]		×
	' .															-		-
			-				,						•		•	-		
(RI)																•	-	-
	<u> </u>				<u> </u>				<u> </u>					<u>~</u> ;	<u> </u>	<u>ы;</u>		

· Full Na																	
		ast na	me fir	st, if in	divid	ual) (C.J.N	1. Pla	nning C	orp.	_						
Busine	ss or	Reside	nce A		,								-				
					_		Aver	nue Po	ompton l	Lakes,N	J 07442						
Name	of Ass	ociate	Bro	ker or	Deale	er (C.J.N	1. Pla	nning C	orp.							
States	in Wh	ich Pe	rson l	isted	nas S	Solicite	d or Ir	ntends	to Solicit I	orchase	rs						
(Check	"All S	States	or che	eck ind	ividua	al State	es)									All States	
[AL]	ার	[AK]	1	(AZ)	\square	[AR]	IX	(CA)	i X icoi	ти іст	Miner	[☑] (DC)	⊠ FL1	TVI (GA)	⊠ ιHιι ⊠	בא נמוז בא	
			=		_						_	_			_		
	_										-				_	نسا نسا	
[MT]	Ø	[NE]	M	[NV]	\bowtie	[NH]	M	[NJ]	[MM] ☑	M [MA] M[uc]		⊠ [OH]	M _{lok}	[X[OR]	M [PA]	
[RI]	Ø	[SC]	X	[SD]		[TN]	Ø	[TX]	⊠ [n⊥]	M M	[AV]	Mi™	⊠iw	⊠[MI]	⊠ím∧	⊠ ^[PR]	
Full Na	me (L	ast na	me fi	st, if ir	idivid	uai)	Unite	d Pla	nners Fi	nancial	Services	of Amer	ica		-		
Busine	ss or	Reside	nce A	Addres	s (Nu	ımber a	and S	treet, C	City, State,	Zip Cod	e)	-:					
			• •	7333	E. I	Doubl	etree	Road	1, Suite S	Scottsda	le,AZ 85	258					
Name	of Ass	ociate	d Bro	ker or	Deale	er ,	Unite	ed Pla	nners Fi	nancial	Services	of Amer	ica				
States	in Wh	ich Pe	rson	Listed	has S	Solicite	d or li	ntends	to Solicit	Purchase	rs						
(Check	: "All S	States	or che	eck ind	ividua	al State	es)	•••••		••••••	•••••••					All States	
ſALI	States in Which Person Listed has Solicited or Intends to Solicit Purchasers CJ.M. Planning Corp. CAI States or Check individual States) Check "All States or check individual States) CAI STATE STA																
[IL]	M	HIN	ΙX	[IM]	\mathbf{Z}	[42]		[KT]	Mirvi		ILIXIIMDI		IVI IMI	[MIM]	Mimai	ואו נישואו	
	_	-							_				_			_	
[MT]	図	-		[NV]	図	[NH]	凶	[NJ]	⊠ [NM]				_		M IORI	_	
	_	[NE]	X		~		_			M [NY	J MINC)	[ND]	⊠ (OH)	⊠ (ok	_	Z [PA]	
[RI]	<u> </u>	[NE]	X X	(SD)	Image: square of the square of	[TN]	囡	[TX]	⊠[UT]	KNJ 🌠	I X[VA]	Mima Mindi	⊠ (OH)	⊠ (ok	_	Z [PA]	
[RI]	ime (i	[NE] [SC]	M me fi	(SD)	divid	[TN]	☑ Unite	[TX] ed He	[UT]	M [NY]] [NC]] [VA] Services	Mima Mindi	⊠ (OH)	⊠ (ok	_	Z [PA]	
Full Na	ime (i	[NE] [SC] ast na	me fi	(SD) rst, if in Addres	ndivid	[TN] lual) imber : Unite	Unite	[TX] ed He	ritage Fi	[NY] \(\text{[NC]} \) \(\text{[VA]} \) \(\text{Services}, \)	⊠[ND] ⊠[WA Inc.	⊠ (OH)	⊠ (ok	_	Z [PA]	
Full Na	ime (i	[NE] [SC] ast na	me fi	(SD) rst, if in Addres	ndivid	[TN] lual) umber: Unite	Unite	[TX] ed He treet, (ritage Fi City, State e Court	[NY [VT inancial . Zip Cod	Services,	[ND] [WA Inc.	⊠ (OH)	⊠ (ok	_	Z [PA]	
Full Na Busine	Name of Associated Broker or Dealer C.J.M. Planning Corp.																
Full Na Busine Name	1																
Full Na Busine Name States (Check	23 Wanaque Avenue Pompton Lakes,NJ 07442																
Full Na Busine Name States (Check	of Ass	[NE] [SC] ast na Reside sociate nich Pe States [AK]	me fince /	[SD] rst, if in Addres 707 ker or Listed eck inc	ndividus (Nu East Deale has Stividu	[TN] umber : Unite er Solicite al Stat	United Helperson	ed Hetreet, (eritaged Hentends	ritage Fi City, State e Court ritage Fi to Solicit	inancial Zip Cod Meridia nancial Purchase	Services. Services. Services. Services.	[ND] [WA Inc. 42 Inc. □[DC]	[OH]	Ø[GA]	□(HII) □	All States	
Full Na Busine Name States (Check [AL]	of Ass	[NE] [SC] ast na Reside sociate sich Pe States [AK] [IN]	me fince /	(SD) rst, if ir Addres 707 ker or Listed eck inc [AZ] [IA]	ndividus s (Nu East Deale has S (ividu	[TN] umber: Unite er Solicite al Stat [AR]	United and Seed He United dorling	ed He treet, (eritaged He ntends (CA)	ritage Fi City, State e Court ritage Fi to Solicit	inancial Aurchase	Services. Services. Services. Services. Services.	[ND] [WA 1 1 1 1 1 1 1 1 1	[MI]	[GA]	M(ws)	All States M(ID) M IMO) M	
Full Na Busine Name States (Check [AL] [IL] [MT]	ime (ill sss or of Ass or "All s	[NE] [SC] ast na Reside sociate sich Pe States [AK] [IN]	me fince /	(SD) rst, if in Addres 707 ker or Listed eck inc [AZ] [IA] [NV]	ndividus (Nu East Deals has Silividu	(TN) umber : Unite er Solicite al Stat [AR] [KS]	United and Seed He United dorl	ed He treet, (eritage ed He ntends	ritage Fi City, State e Court ritage Fi to Solicit [CO] [LA]	inancial Zip Cool Meridia Purchase	Services. Services. Services. In [DE] [MD]	[ND]	[OH]	☐ [ok ☐ [ok ☐]	Mimsi Mimsi Micori	All States [ID] [MO] [PA] [PR] [ID] [MO] [MO] [PA] [PA] [PA]	

Busine	ss or	Reside	ence /	Addres	s (Nu	mber a	and St	reet, (City, State	, Zip Code)						
				400	S. 4t	h Stre	et, S	uite 1	000 Sair	nt Louis,	MO 631	02			·		
Name (of Ass	ociate	d Bro	ker or	Deale	er ,	Waln	ut St	reet Sec	urities, I	nc.						
States	in Wh	ich Pe	rson	Listed	has S	Solicite	d or in	tends	to Solicit	Purchaser	s						
(Check	"All S	States	or ch	eck inc	fividua	ai State	es)	•••••			•••••				2	All State	s
[AL]		[AK]		[AZ]		[AR]		[CA]	[[co]	[CI]	[DE]		[]FL]	[GA]	[HI]	[ID]	
[11]		[IN]		[AI]		[KS]		[KY]		[ME] [MD]	[MA]	[MI]	[MN]			
[MT]		[NE]		[NV]		[NH]		[LN]	[MM]	[NA]	[NC]		[OH]	☐ lok	[OR]	[PA]	
[Ri]	П	[SC]		[SD]		[TN]	П	[XT]	[[עדו		[VA]	[WA	\square [WV]	[WI]	_ [M∆	[PR]	П

Type of Security Debt	1. Enter the aggregate offering price of securities included in this offering and the total amount alre Enter "0" if answer is "none" or "zero". If the transaction is an exchange offering, check this box Indicate in the columns below the amounts of the securities offered for exchange and already expenses.	Ε	and	ı			
Equity	Type of Security					Amo	
Convertible Securities (including warrants)	Debt	\$			\$		
Convertible Securities(including warrants) \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	Equity	\$			\$		
Partnership Interests	Common Preferred						
Other(Specify)	Convertible Securities(including warrants)	\$			\$		
Total	Partnership Interests	\$	\$10	0,000,000.00	\$		\$24,888,194.95
Total	Other(Specify)	~ \$			\$		
2.Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504 indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero". Accredited Investors	*	\$	\$10	0,000,000.00	\$		\$24,888,194.95
this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504 indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero". Accredited Investors	Answer also in Appendix, Column 3, if filing under ULOE						
Non-accredited Investors	this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504,indicate the number of persons who have purchased securities and the aggregate dollar					ı	Dollar Amount
Total(for filing under Rule 504 only)	Accredited Investors			32		\$	\$24,888,194.95
Answer also in Appendix, Column 4, if filing under ULOE 3. If this filing is for an offering under Rule 504 0r 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve(12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505	Non-accredited Investors			7		\$	\$176,170.00
Answer also in Appendix, Column 4, if filing under ULOE 3. If this filing is for an offering under Rule 504 0r 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve(12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505	Total(for filing under Rule 504 only)					\$	
Type of offering Rule 505	3. If this filing is for an offering under Rule 504 0r 505, enter the information requested for all sec sold by the issuer, to date, in offerings of the types indicated, in the twelve(12) months prior to		;	Type o	f		Dollar Amount
Regulation A							
Regulation 504						\$	3
A.a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees. Transfer Agent's Fees. Printing and Engraving Costs. Accounting Fees. Engineering Fees. Soloo Sales Commissions (specify finders' fees separately). Other Expenses(Identify).						_ \$ _ \$	
in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees	•					- \$ -	
Printing and Engraving Costs	in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, f	ormati	on				
Legal Fees X \$4,000.00 Accounting Fees X \$0.00 Engineering Fees X \$0.00 Sales Commissions (specify finders' fees separately) X \$1,000,000.00 Other Expenses(Identify) X \$0.00	Transfer Agent's Fees					K	\$0.00
Accounting Fees	Printing and Engraving Costs					\overline{N}	\$1,000.00
Engineering Fees Sales Commissions (specify finders' fees separately) Other Expenses(Identify) X \$0.00 X \$1,000,000.00	Legal Fees					\overline{K}	\$4,000.00
Sales Commissions (specify finders' fees separately)	Accounting Fees					$\overline{\square}$	\$0.00
Other Expenses(Identify)	Engineering Fees					$\overline{\square}$	\$0.00
	Sales Commissions (specify finders' fees separately)					$\overline{\square}$	\$1,000,000.00
Total	Other Expenses(Identify)					$\overline{\mathbb{N}}$	\$0.00
	Total						\$1,005,000.00

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

b. Enter the difference between the aggregate offering price given in response to Part C-Question 1 and total expenses furnished in response to Part C- Question 4.a. This difference is the "adjusted gross proceeds to the issuer." \$98,995,000.00 5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C- Question 4.b.above. Payments to Officers, Directors, & Payments to **Affillates** Others \$430,000.00 \$880,000.00 Salaries and fees..... Purchase of real estate..... \$0.00 \$0.00 Purchase, rental or leasing and installation of machinery and equipment...... \$0.00 \$0.00 \$0.00 Construction or leasing of plant buildings and facilities..... Acquisition of other business (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)..... \$0.00 \$0.00 Repayment of indebtedness..... \$0.00 working capital..... \$97,685,000.00 \$0.00 Other(specify): \$0.00 Column Totals..... \$98,115,000.00 \$880,000.00 98,995,000.00 Total Payments Listed(column totals added)..... **D.FEDERAL SIGNATURE** The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer(Print or Type) Signature Date D&A Real EstateStock Fund III, L.P. Name of Signer(Print or Type) Title of Signer(Print or Type) Denise Iverson Chief Financial Officer ATTENTION Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C.1001.

ESERTARE SIGNATURE

Is any party described in 17 CFR 230.262 presently subject to any disqualification provisions of such rule?	Yes	

See Appendix, Column 5, for state response

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D(17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption(ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer(Print or Type) D&A Real EstateStock Fund III, L.P.	Signature / 1/20 / D	Date FEB 1 8 2005
Name(Print or Type)	Title(Print or Type)	
Denise Iverson	Chief Financial Officer	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

THE PROPERTY OF THE PROPERTY O

1	Inten to non-a	2 d to sell ccredited s in State	3 Type of Security and aggregate offering price offered in state		5 Disqualification under State ULOE (if yes, attach explanation of waiver grated)				
State	Yes	No	Partnership Interest \$ 100,000,000.00	Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
AL									
AK									
AZ AR							,		
CA		X		19 \$	1 799 772 47				X
CO		Α		19 3	1,788,772.47				A
СТ		X		1	\$ 30,000.00				X
DE		4.			5 50,000,00				
DC									
FL		X		2 S	1,365,721.18				X
GA									
НІ									
ID									
IL									
· IN									
IA						,			
KS									
KY									
LA						·			
ME									
MD									
MA									
MI				,					
MN									
MS					,				
мо									

APPENDIX

1	Intended to non-a	2 d to sell ccredited s in State	3 Type of Security and aggregate offering price offered in state	4 Type of investor and amount purchased in State					5 Disqualification under State ULOE (if yes, attach explanation of waiver grated)		
State	Yes	No	Partnership Interest \$ 100,000,000.00	Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No		
MT			`								
NE					·						
NV		X	·	7	\$ 20,653,344.3	4			X		
NH						,					
NJ											
NM					'						
NY											
NC			·								
ND											
Į.											
ок											
OR											
PA		`									
RI			,								
sc				·			·	<u> </u>			
SD					<u> </u>						
TN								<u> </u>			
TX		X		2	\$ 339,104.82				X		
UT								<u> </u>			
VT				· 							
VA									<u> </u>		
WA								<u> </u>			
w	ļ	ļ							ļ		
wı											
WY	· .										
PR						·					

Foreign Investments total \$